

There came on for consideration at a duly constituted meeting of the Mayor and Members of the City Council of the City of Gulfport, Mississippi, held on the 16th day of March, 2010, the following Resolution:

**A RESOLUTION BY THE GULFPORT CITY COUNCIL
TO AUTHORIZE CONVEYANCE OF PROPERTIES KNOWN AS THE "VA
DEVELOPMENT DISTRICTS" TO THE GULFPORT REDEVELOPMENT
COMMISSION, AN URBAN RENEWAL AGENCY OF THE CITY, AND TO
AUTHORIZE THE MAYOR TO EXECUTE, DELIVER, AND FILE ANY AND ALL
DOCUMENTS AND TO TAKE AND PURSUE ANY AND ALL ACTIONS NECESSARY
FOR THE CITY TO EFFECTUATE AND RECORD SAID CONVEYANCES**

WHEREAS, on July 11, 1922, the City of Gulfport, Mississippi and the Mississippi Centennial Exposition Company conveyed tracts of properties owned at that time from south of Pass Road to Beach Boulevard (U. S. Highway 90) in the City of Gulfport to the United States of America and, after various parts of such properties were subsequently deeded or conveyed away, the United States Government utilized the remaining properties from the southern edge of 29th Street south to East Railroad Street (commonly referred to as the "North Parcel") and from East Railroad Street south to Beach Boulevard (U. S. Highway 90) (commonly referred to as the "South Parcel"), City and Railroad right-of-ways and easements excepted, to operate and maintain a hospital or medical center by the United States Veterans Administration and facilities ancillary thereto; and

WHEREAS, the Gulfport Veterans Administration Hospital/Medical Center and the facilities ancillary thereto were extensively damaged on August 29, 2005, by the catastrophic effects of Hurricane Katrina and, following this disaster, the Veterans Administration ceased all operations of the facilities thereon; and

WHEREAS, in the aftermath of Hurricane Katrina and the closure or cessation of operations on the Property, the United States of America conveyed and returned the Properties encompassing the Gulfport Veterans Administration Hospital/Medical Center and the facilities ancillary thereto (both the North Parcel and the South Parcel) to the City of Gulfport; and

WHEREAS, that as part of such conveyances, the United States of America, by and through the Secretary of Veterans Affairs, subsequently executed and delivered to the City of Gulfport a Quitclaim Deed for the south parcel and a Corrected Quitclaim Deed for the north parcel, both of which were filed and recorded in the Land Records of the Chancery Clerk of Harrison County, First Judicial District, Mississippi on March 5, 2009; and

WHEREAS, pursuant to Section 231 of Public Law 110-329, Title II, Department of Veterans Affairs, which amended Section 2703 of the Emergency Supplemental Appropriations

Act for Defense, the Global War on Terror, and Hurricane Recovery, 2006 (120 Stat. 469), the United States initially imposed the following condition on conveyance of the properties to the City of Gulfport, which condition was contained in the Quitclaim Deeds to the City: The City of Gulfport “agrees that it will own the property for no less than 50 years from the date of enactment of Public Law 110-329 and that should it ever transfer title to the property, such transfer will not occur until after September 30, 2058”; and

WHEREAS, the Public Law setting out this condition was amended on December 16, 2009, by Section 231 of Public Law 111-117 (the “Consolidated Appropriations Act, 2010”), Division E (“Military Construction and Veterans Affairs and Related Agencies Appropriations Act, 2010”), Title II (“Department of Veterans Affairs”) to state that the City of Gulfport “or its urban renewal agency” will own the property for no less than 50 years from the date of enactment of Public Law 110-329; and

WHEREAS, Section 231 of Public Law 111-117 further required that the “Secretary of Veterans Affairs shall take appropriate actions to modify the quitclaim deeds executed to effectuate the conveyance authorized by section 2703 of the Emergency Supplemental Appropriations Act for Defense, the Global War on Terror, and Hurricane Recovery, 2006, in order to accurately reflect and memorialize the amendment” made by the addition of “or its urban renewal agency,” cited above; and

WHEREAS, on April 15, 2008, the Governing Authority adopted a Resolution that created and established an Urban Renewal Agency of the City pursuant to Miss. Code Ann. § 43-35-31, et seq., as amended, known then as the “Gulfport Development Commission” and subsequently re-named by the Governing Authority as the “Gulfport Redevelopment Commission,” and which said Redevelopment Commission was vested with all of the rights, powers, functions, and duties applicable under the Urban Renewal Laws of the State of Mississippi, the same as if they were to be exercised by the Governing Authority of the City of Gulfport, to be exercised and administered in the place and stead of the Governing Authority, excluding, however, the exceptions contained in Miss. Code Ann. § 43-35-31(b), as amended, which excepted powers, included, among others, the power to determine an area to be a slum or blighted area or combination thereto and to designate such area as appropriate for an urban renewal project and the power to appropriate funds; and

WHEREAS, on March 17, 2009, the Governing Authority found and established the south VA parcel and the former VA laundry structure and adjoining parking areas on the north

VA parcel to be "Development Districts" for Urban Renewal Development and authorized the Gulfport Redevelopment Commission to advertise and request proposals for developer services for the development of such areas upon approval and acceptance of a master plan draft as a concept and design for the development of the areas on these properties; and

WHEREAS, the Governing Authority subsequently approved and accepted such a master plan draft for the development of these areas on the south VA parcel and former laundry structure and adjoining parking areas on the north VA parcel; and

WHEREAS, the City of Gulfport now desires to convey the so called south VA parcel and the former laundry structure and adjoining parking areas on the north VA parcel (hereinafter, the "VA Development Districts") to the aforementioned Gulfport Redevelopment Commission in order to facilitate the long term development of the property for the benefit of the City of Gulfport and its citizens; and

WHEREAS, the conveyance of the VA Development Districts shall be subject to, conditioned upon and otherwise bound by the following:

1. The Governing Authorities of the City of Gulfport will have the authority to approve the final development plans for these Development Districts; and
2. The Governing Authorities of the City of Gulfport will have the right to review any ground lease or similar agreement sought and proposed to be entered into between the Gulfport Redevelopment Commission and the selected developer(s) before the ground lease or similar agreement is signed or executed by either the Gulfport Redevelopment Commission or the selected developer(s); and
3. The deed evidencing the conveyance of the aforementioned "VA Development Districts" from the City of Gulfport to the Gulfport Redevelopment Commission shall contain a reverter clause that specifies that if, after the passage of two (2) years from the date of the initial conveyance to the Gulfport Redevelopment Commission, a ground lease or similar agreement on the subject property or properties has not been entered into by and between the Gulfport Redevelopment Commission and the selected developer(s), then ownership of the subject property or properties shall, at the request or option of the Governing Authority, revert back to the City of Gulfport.

NOW THEREFORE, BE IT RESOLVED BY THE MAYOR AND CITY COUNCIL OF GULFPORT, MISSISSIPPI, AS FOLLOWS:

SECTION 1. That the matters, facts, and things recited in the Preamble hereto are hereby adopted as the official findings of the Governing Authority.

SECTION 2. That the Governing Authority of the City of Gulfport hereby authorizes the Mayor to convey to the Gulfport Redevelopment Commission, each by way of a Quitclaim Deed as set forth herein, the entire south VA parcel property and a portion of the north VA parcel property that contains the existing and former laundry facility structure and adjoining parking area(s), which comprise the "VA Development Districts" and which are described in the legal description in the Quitclaim Deeds collectively attached hereto as Exhibit "A" and the surveys attached thereto, and authorizes the Mayor to take and pursue any and all actions necessary to effectuate consummation of these conveyances, to include, without limitation, execution, delivery, and filing of any and all documents, including, but not limited to, Quitclaim Deeds substantially in the forms attached hereto as Exhibit "A," as may be required or otherwise necessary to effectuate, consummate, and record such conveyances or transactions.

SECTION 3. That the Quitclaim Deeds as negotiated between the Gulfport Redevelopment Commission and the City of Gulfport for conveyance to the Gulfport Redevelopment Commission of the aforesaid and described properties (and generally known as the "VA Development Districts"), be, and the same are hereby, approved in substantially the form as is found in Exhibit "A" to this Resolution, and the Mayor is hereby authorized to execute, deliver, and record such Quitclaim Deeds pertaining to the "VA Development Districts" on behalf of the City of Gulfport, both substantially in the forms found in Exhibit "A" hereto.

SECTION 4. That this Resolution shall be in effect immediately upon its passage and enactment according to law, and shall be spread upon the minutes of the Gulfport City Council.

The above and foregoing Resolution, after having been first reduced to writing and read by the Clerk, was introduced by Councilmember Roland, seconded by Councilmember Flowers, and was adopted by the following roll call vote:

AYES
Pucheu
Casey
Roland
Holmes-Hines
Walker
Dombrowski
Flowers

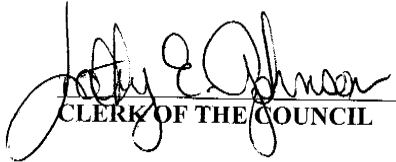
NAYS
None

ABSENT
None

WHEREUPON, the President declared the motion carried and the Resolution adopted,
this the 16th day of March, 2010.

(SEAL)

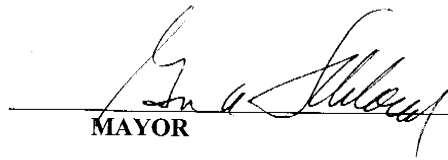
ATTEST:


CLERK OF THE COUNCIL

ADOPTED:


PRESIDENT

The above and foregoing Resolution submitted to and approved by the Mayor, this the 17th
day of March, 2010.


MAYOR

LEGAL DEPARTMENT
CITY OF GULFPORT

P. O. Box 1780
Gulfport, MS. 39502

City Hall
2nd Floor
2309-15th Street

MEMORANDUM

[To Request Matter to be placed upon Council Agenda]

To: Mayor George Schloegel: Attention Dr. John Kelly, CAO

Council President Ricky Dombrowski
Councilman Kenneth Casey
Councilwoman Libby Milner Roland
Councilwoman Ella Holmes-Hines
Councilman F. B. "Rusty" Walker, IV
Councilman R. Lee Flowers
Councilwoman Cara Pucheu

Kathy E. Johnson, Council Clerk
Ronda Cole, Deputy Council Clerk

From: Margaret Murdock, Assistant City Attorney 

Dated: March 8, 2010

RE: A RESOLUTION BY THE GULFPORT CITY COUNCIL TO AUTHORIZE CONVEYANCE OF PROPERTIES KNOWN AS THE VA DEVELOPMENT DISTRICTS TO THE GULFPORT REDEVELOPMENT COMMISSION AND TO AUTHORIZE THE MAYOR TO EXECUTE, DELIVER, AND FILE ANY AND ALL DOCUMENTS AND TO TAKE ANY AND ALL STEPS NECESSARY FOR THE CITY TO EFFECTUATE AND RECORD SAID CONVEYANCES

This is to respectfully request placement and consideration of the attached item, referenced above, on the City Council Agenda on the March 16, 2010, City Council Agenda.

Subject: *The Legal Department prepared the attached Resolution at the request of the Administration. The Resolution seeks authority for the Mayor to execute the deeds attached to the Resolution whereby the City will transfer the VA South Parcel and the designated portion of the VA North Parcel (i.e., the VA Development Districts) to the Gulfport Redevelopment Commission. The resolution provides that the Governing Authorities will have final approval of the final development plans for the VA Developments, that the Governing Authorities will have the right to review any proposed ground lease prior to its execution and that the city will retain a right of reversion, after the passage of two years, should a ground lease not be entered into at that time between the GRC and the selected developer/s.*

The attached items originate from the following Departments :

Department

Legal Department

Approve

Disapprove



Margaret Murdock

Also reviewed and approved by:

Submitted for review and approval to:

John Kelly, CAO, and/or
Mayor George Schloegel

STATE OF MISSISSIPPI
COUNTY OF HARRISON
FIRST JUDICIAL DISTRICT
CITY OF GULFPORT

City of Gulfport, Mississippi
P.O. Box 1780
Gulfport, MS 39502-1780
Telephone (228) 868-5811

Grantor

TO:
Gulfport Redevelopment
Commission
P. O. Box 1780
Gulfport, MS 39502-1780

Grantee

QUITCLAIM DEED

FOR AND INCONSIDERATION of the sum of TEN and NO/100---(\$10.00)---
DOLLARS, cash in hand paid, and other good and valuable considerations, the receipt
and sufficiency of all of which is hereby acknowledged, and in accordance with Section
231 of United States Public Law 111-117 (the "Consolidated Appropriations Act, 2010"),
Division E ("Military Construction and Veterans Affairs and Related Agencies
Appropriations Act, 2010"), Title II ("Department of Veterans Affairs"), the **CITY OF
GULFPORT, MISSISSIPPI**, a Mississippi Municipal Corporation, does hereby assign,
quitclaim and release unto the **GULFPORT REDEVELOPMENT COMMISSION**, an
Urban Renewal Agency of the City of Gulfport formed and existing under the "Urban
Renewal Laws" of the State of Mississippi, Title 43, Chapter 35, Article I, Mississippi
code of 1972, as amended, the following described land and property situated and being
in the City of Gulfport, First Judicial District of Harrison County, Mississippi, to-wit:

Legal Description

That certain parcel of land and property, situated and being partially in Section
One, Township 8 South, Range 11 West in the City of Gulfport, First Judicial
District of Harrison County, Mississippi, and being a part or portion of the
property conveyed to the City of Gulfport, Mississippi by Corrected Quitclaim
Deed dated February 26, 2009, recorded on March 5, 2009, as Instrument #
2009-1549D-J1 in the Land Deed Records in the Office of The Chancery Clerk
in the First Judicial District of Harrison County, Mississippi, particularly
identified and described, as follows, to-wit:

Commence at a "Found" one inch iron bar, being the used as the corner of
Sections 35 and 36, Township 7 South, Range 11 West, and Sections 1 and 2
Township 8 South, Range 11 West, Harrison County, Mississippi, First
Judicial District. More particularly described as follows:



From the Point of Commencement run S 00° 32' 44" E 921.79 feet along the West property line of property, now or formerly to the Veterans Administration for the Point of Beginning. From the Point of Beginning, Thence run S 00° 32' 44" E 469.49 feet along the property, now or formerly to the Veterans Administration to a FOUND half inch Iron Rod at the North margin of Rail Road Street; thence run N 73° 38' 10" E 924.37 feet along the North margin of Rail Road Street to a one inch Iron Rod Found; thence run N 00° 06' 26" W 472.09 feet to a point On the East Line of property now or formerly to the Veterans Administration; thence run S 73° 32' 38" W 928.55 feet to the Point of Beginning.

Said parcel containing 419,089.52 square feet or 9.62 acres, more or less, as specified or set out in plat of survey of Timothy A. Lawton, Licensed Professional Surveyor, as of March 11, 2010, a copy of which is attached hereto as Exhibit "A."

THIS CONVEYANCE IS LESS AND EXCEPT any and all oil, gas and mineral rights of record granted, reserved and excepted by Grantor or former owners; and is SUBJECT TO any and all restrictions or covenants of record, and any and all presently existing or recorded easements or rights-of-ways.

If the Grantee has not entered into a ground lease or similar instrument for the development of the above described property within two (2) years of the date of execution of this Quitclaim Deed by the Grantor as set out below, with evidence of same being recorded or filed in the land records of the First judicial District of Harrison County Mississippi with a copy being recorded or filed in the Official Minutes of the City of Gulfport (such recordation or filing not having to occur within this same period of time), then ownership of the property herein described shall revert back to the Grantor at the sole discretion and option of the Grantor. The reversion referenced in the preceding sentence shall not be effective unless and until a Notice of Reversion by the City of Gulfport has been filed in the land records of the First judicial District of Harrison County Mississippi.

This conveyance is made to aid in the development of the property and, in part, to enable the Gulfport Redevelopment Commission, as an agency of the City of Gulfport, to work cooperatively with the City relating to operations and land use.

WITNESS MY signature as duly authorized to act for and in behalf of Grantor on this the _____ day of _____, 2010.

CITY OF GULFPORT, MISSISSIPPI

By: _____

ITS: _____ (Title)

Attest:

Mike Necaise, City Clerk

STATE OF MISSISSIPPI
COUNTY OF HARRISON

PERSONALLY CAME and appeared before me, the undersigned authority in and for the jurisdiction aforesaid on this the _____ day of _____, 2010, GEORGE SCHLOEGEL and MIKE NECAISE, who acknowledged to me that they are the Mayor, duly elected, and City Clerk, duly appointed, respectively, and that they signed, executed and delivered the above and foregoing, Quitclaim Deed, for and in behalf of the City of Gulfport, Mississippi, after having been first duly authorized so to act.

My Commission Expires:

NOTARY PUBLIC

(S E A L)

Indexing Instructions:

The Northwest Quarter of the Northwest Quarter
of Section One, Township 8 South,
Range 11 West
First Judicial District of Harrison County

This Instrument Prepared by:

City Attorney's Office
Attorneys for the City of Gulfport
P. O. Box 1780
Gulfport, MS 39502-1780
(228) 868-5811

Return To:

City Attorney's Office
Post Office Box 1780
Gulfport, Mississippi 39502-1780

STATE OF MISSISSIPPI
COUNTY OF HARRISON
FIRST JUDICIAL DISTRICT
CITY OF GULFPORT

City of Gulfport, Mississippi
P.O. Box 1780
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Telephone (228) 868-5811

Grantor

TO:
Gulfport Redevelopment
Commission
P. O. Box 1780
Gulfport, MS 39502-1780

Grantee

QUITCLAIM DEED

FOR AND INCONSIDERATION of the sum of TEN and NO/100---(\$10.00)---
DOLLARS, cash in hand paid, and other good and valuable considerations, the receipt
and sufficiency of all of which is hereby acknowledged, and in accordance with Section
231 of United States Public Law 111-117 (the "Consolidated Appropriations Act, 2010"),
Division E ("Military Construction and Veterans Affairs and Related Agencies
Appropriations Act, 2010"), Title II ("Department of Veterans Affairs"), the **CITY OF
GULFPORT, MISSISSIPPI**, a Mississippi Municipal Corporation, does hereby assign,
quitclaim and release unto the **GULFPORT REDEVELOPMENT COMMISSION**, an
Urban Renewal Agency of the City of Gulfport formed and existing under the "Urban
Renewal Laws" of the State of Mississippi, Title 43, Chapter 35, Article I, Mississippi
code of 1972, as amended, the following described land and property situated and being
in the City of Gulfport, First Judicial District of Harrison County, Mississippi, to-wit:

Legal Description

THAT CERTAIN PARCEL OF LAND AND PROPERTY, SITUATED AND BEING
PARTIALLY IN SECTION ONE, TOWNSHIP 8 SOUTH, RANGE 11 WEST IN THE
CITY OF GULFPORT, FIRST JUDICIAL DISTRICT OF HARRISON COUNTY,
MISSISSIPPI, AND BEING THE SAME PROPERTY CONVEYED TO THE CITY OF
GULFPORT, MISSISSIPPI, BY QUITCLAIM DEED (WHICH IS ATTACHED
HERETO AS EXHIBIT "A" – DEED ATTACHMENTS OMITTED FOR BREVITY)
DATED FEBRUARY 26, 2009, RECORDED ON MARCH 5, 2009, AS INSTRUMENT
#2009-1548D-J1 IN THE LAND DEED RECORDS IN THE OFFICE OF THE
CHANCERY CLERK IN THE FIRST JUDICIAL DISTRICT OF HARRISON
COUNTY, MISSISSIPPI, PARTICULARLY IDENTIFIED AND DESCRIBED, AS
FOLLOWS, TO-WIT:

COMMENCE AT A FOUND 1" IRON PIN BEING USED AS THE NORTHEAST CORNER OF SECTION 1, TOWNSHIP 8 SOUTH, RANGE 11 WEST, HARRISON COUNTY, MISSISSIPPI, FIRST JUDICIAL DISTRICT (STATE PLANE COORDINATES N=321611.31' E=915213.56' NAD 83 PROJECTION); THENCE RUN S31°03'44"E 1537.21 FEET TO A 3" DIAMETER CHAIN LINK FENCE CORNER FOUND ON THE SOUTH RIGHT-OF-WAY FOR CSX TRANSPORTATION RAILROAD AND THE POINT OF BEGINNING FOR THIS DESCRIPTION.

THENCE RUN S00°19'05"W 1138.45 FEET TO A CONCRETE MONUMENT FOUND ON THE NORTH MARGIN FOR U.S. HIGHWAY 90; THENCE RUN ALONG SAID MARGIN ALONG A CURVE HAVING A RADIUS OF 1777.08 FEET AND ALSO HAVING A LONG CHORD OF BEARING S70°22'07"W AND LENGTH OF 102.06 FEET FOR AN ARC DISTANCE OF 102.07 FEET TO A FOUND CONCRETE MONUMENT; THENCE RUN S67°09'02"W ALONG SAID MARGIN 1725.95 FEET TO A 3" DIAMETER CHAIN LINK FENCE CORNER THENCE RUN N00°23'46"W 1337.80 FEET TO A CAPPED NO. 4 IRON PIN SET ON THE SOUTH RIGHT-OF-WAY FOR CSX TRANSPORTATION RAILROAD; THENCE RUN N73°28'15" E ALONG SAID RIGHT OF WAY 1775.59 FEET TO A FOUND 3" CHAIN LINK FENCE CORNER AND THE POINT OF BEGINNING FOR THIS DESCRIPTION.

SAID PROPERTY CONTAINING 48.07 ACRES, MORE OR LESS, AS SPECIFIED OR SET OUT IN PLAT OF SURVEY OF NATHAN SMITH, LICENSED PROFESSIONAL SURVEYOR, AS OF FEBRUARY 27, 2009, A COPY OF WHICH IS ATTACHED HERETO AS EXHIBIT "A".

THIS CONVEYANCE IS LESS AND EXCEPT any and all oil, gas and mineral rights of record granted, reserved and excepted by Grantor or former owners; and is SUBJECT TO any and all restrictions or covenants of record, and any and all presently existing or recorded easements or rights-of-ways.

If the Grantee has not entered into a ground lease or similar instrument for the development of the above described property within two (2) years of the date of execution of this Quitclaim Deed by the Grantor as set out below, with evidence of same being recorded or filed in the land records of the First judicial District of Harrison County Mississippi with a copy being recorded or filed in the Official Minutes of the City of Gulfport (such recordation or filing not having to occur within this same period of time), then ownership of the property herein described shall revert back to the Grantor at the sole discretion and option of the Grantor. The reversion referenced in the preceding sentence shall not be effective unless and until a Notice of Reversion by the City of Gulfport has been filed in the land records of the First judicial District of Harrison County Mississippi.

This conveyance is made to aid in the development of the property and, in part, to enable the Gulfport Redevelopment Commission, as an agency of the City of Gulfport, to work cooperatively with the City relating to operations and land use.

WITNESS MY signature as duly authorized to act for and in behalf of Grantor on
this the _____ day of _____, 2010.

CITY OF GULFPORT, MISSISSIPPI

By: _____

ITS: _____ (Title)

Attest:

Mike Necaize, City Clerk

STATE OF MISSISSIPPI
COUNTY OF HARRISON

PERSONALLY CAME and appeared before me, the undersigned authority in and
for the jurisdiction aforesaid on this the _____ day of _____, 2010,
GEORGE SCHLOEGEL and MIKE NECAIZE, who acknowledged to me that they are
the Mayor, duly elected, and City Clerk, duly appointed, respectively, and that they
signed, executed and delivered the above and foregoing, Quitclaim Deed, for and in
behalf of the City of Gulfport, Mississippi, after having been first duly authorized so to
act.

NOTARY PUBLIC

My Commission Expires:

(S E A L)

Indexing Instructions:

The Northwest Quarter of the Northwest Quarter
Of Sections One and Two, Township 8 South,
Range 11 West
First Judicial District of Harrison County

This Instrument Prepared by:

City Attorney's Office
Attorneys for the City of Gulfport
P. O. Box 1780
Gulfport, MS 39502-1780
(228) 868-5811

Return To:

City Attorney's Office
Post Office Box 1780
Gulfport, Mississippi 39502-1780

SCANNED



1st Judicial District
Instrument 2009 1548 D -J1
Filed/Recorded 3 5 2009 4 30 P
Total Fees 168.00

170 Pages Recorded

001

QUITCLAIM DEED



THIS INDENTURE made this 26th day of February, 2009, between the UNITED STATES OF AMERICA, acting by and through the Secretary of Veterans Affairs, 810 Vermont Avenue, NW, Washington, DC 20420, hereinafter called the "GRANTOR," under and pursuant to the powers and authority contained in the provisions of The Emergency Supplemental Appropriations Act for Defense, The Global War on Terror, and Hurricane Recovery, 2006, Public Law 109-234, Sec. 2703, 120 STAT. 469, and the City of Gulfport, Mississippi, hereinafter called the "GRANTEE."

WITNESSETH

That the Grantor does hereby GRANT and QUITCLAIM unto the Grantee, its successors and assigns, without representation or warranty, express or implied, and without the reservation of any rights, title, and/or interests, except as otherwise provided for herein, all rights, title, and interest in and to the following described property and all improvements thereon, lying in the City of Gulfport, State of Mississippi, all as shown on:

Exhibit Composite A, Boundary Survey with Property Description and Legal Description; and

Exhibit B, Finding of Suitability for Transfer (FOST) – Includes: Table of Contents, References, Attachments 1 through 10.

TO HAVE AND TO HOLD the above described property and premises with all the privileges, improvements, and appurtenances thereunto belonging, unto the said Grantee, its successors and assigns, forever.

SUBJECT TO any and all existing reservations and easements, recorded and unrecorded, belonging to or in any manner appertaining to the described property for public highways, roads, railroads, pipelines, drainage, levee maintenance and floodage, sewer mains and lines and public utilities, if any.

It is a condition of this conveyance and a covenant running with the land that the Grantee and its survivors or its assigns and every successor in interest in this property hereby conveyed or any part thereof shall not, pursuant to 42 U.S.C. § 1982, discriminate upon the basis of race, color, or national origin in the use, occupancy, sale, or lease of the property, or in their employment practices conducted thereon. The United States of America shall be deemed a beneficiary of this covenant without regard to whether it remains the owner of any land or interest therein in the locality of the property hereby conveyed, and shall have the sole right to enforce this covenant in any court of competent jurisdiction. This covenant shall run with the land in perpetuity.

EXHIBIT

"A"

ACCESS FOR OTHER THAN ENVIRONMENTAL MATTERS

Pursuant to Public Law 109-234, Sec. 2703; and Public Law 110-161, Division I, Title II, Sec. 233, the owner or holder of the property herein conveyed shall provide GRANTOR, its employees, agents, contractors, and assigns unrestricted and unsupervised access for the purpose of the hurricane clean up and repairs authorized by such laws or statutes and shall allow unrestricted and unsupervised access to GRANTOR, its employees, agents, contractors, and assigns, to include the Federal Emergency Management Agency its employees, agents, contractors and assigns for the purpose of cleanup of the Federal Emergency Management Agency Housing site.

ENVIRONMENTAL MATTERS

A. Notice of Hazardous Substance Activity. Pursuant to Section 120(h)(3)(A)(i) of the Comprehensive Environmental Response, Compensation and Liability Act of 1980, as amended (CERCLA)(42 U.S.C. 9620(h)(3)(A)(i), and based upon a complete search of agency files, the Department of Veterans Affairs gives notice that the Finding of Suitability for Transfer (FOST) attached as Exhibit B provides the following information: (1) the type and quantity of hazardous substances that were known to have been released or disposed of or stored for one year or more on the Property, (2) the time, where known, such storage, release or disposal took place, and (3) a description of remedial action taken or to be taken.

B. CERCLA Covenant. Grantor warrants that all remedial action necessary to protect human health and the environment has been taken before the date of this conveyance. Grantor warrants that it shall take any additional response action found to be necessary after the date of this conveyance regarding hazardous substances located on the Property on the date of this conveyance.

(1) This covenant shall not apply:

(a) in any case in which Grantee, its successor(s) or assign(s), or any successor in interest to the Property or part thereof is a Potentially Responsible Party (PRP) with respect to the Property immediately prior to the date of this conveyance; or

(b) to the extent that such additional response action or part thereof found to be necessary is the result of an act or failure to act of the Grantee, its successor(s) or assign(s), or any party in possession after the date of this conveyance that either:

(i) results in a release or threatened release of a hazardous substance that was not located on the Property on the date of this conveyance; or

(ii) causes or exacerbates the release or threatened release of a hazardous substance the existence and location of which

was known and identified to the applicable regulatory authority as of the date of this conveyance.

(2) In the event Grantee, its successor(s) or assign(s), seeks to have Grantor conduct or pay for any additional response action, and, as a condition precedent to Grantor incurring any additional clean up obligation or related expenses, the Grantee, its successor(s) or assign(s), shall provide Grantor at least 45 days written notice of such a claim and provide credible evidence that:

(a) the associated contamination existed prior to the date of this conveyance; and

(b) the need to conduct any additional response action or part thereof was not the result of any act or failure to act by the Grantee, its successor(s) or assign(s), or any party in possession.

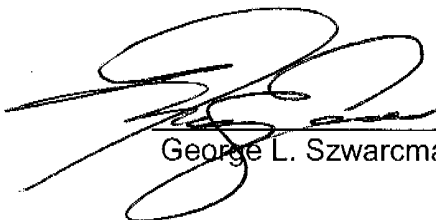
C. Access. Grantor reserves a right of access to all portions of the Property for environmental investigation, remediation or other corrective action. This reservation includes the right of access to and use of available utilities at reasonable cost to Grantor. These rights shall be exercisable in any case in which a remedial action, response action or corrective action is found to be necessary after the date of this conveyance or in which access is necessary to carry out a remedial action, response action, or corrective action on adjoining property. Pursuant to this reservation the United States of America, and its respective officers, agents, employees, contractors and subcontractors shall have the right (upon reasonable advance written notice to the record title owner) to enter upon the Property and conduct investigations and surveys, to include drilling, test-pitting, borings, data and records compilation and other activities related to environmental investigation, and to carry out remedial or removal actions as required or necessary, including but not limited to the installation and operation of monitoring wells, pumping wells, and treatment facilities. Any such entry, including such activities, responses or remedial actions, shall be coordinated with the record title owner and shall be performed in a manner that minimizes interruption with activities of authorized occupants. Any property, real or otherwise, which shall be altered, changed, damaged or destroyed in the course of any action taken by Grantor or on its behalf under the "Environmental Matters" provisions herein shall, unless agreed to in writing by the record title owner thereof, be returned to a similar condition to that which existed immediately prior to the subject alteration(s), change(s), damage(s), and/or destruction

Pursuant to Section 231 of Public Law 110-329, Title II, Department of Veterans Affairs, which amended Section 2703 of the Emergency Supplemental Appropriations Act for Defense, the Global War on Terror, and Hurricane Recovery, 2006 (120 Stat. 469), the Grantee agrees that "[t]his land shall be owned by the City of Gulfport for no less than 50 years from the date of enactment of" Public Law 110-329, or September 30, 2058.

IN WITNESS WHEREOF, THE UNITED STATES OF AMERICA, by its Secretary of Veterans Affairs, has hereunto subscribed its name and affixed the seal of the Department of Veterans Affairs, the day and year first above written.

UNITED STATES OF AMERICA

[SEAL]


George L. Szwarcman

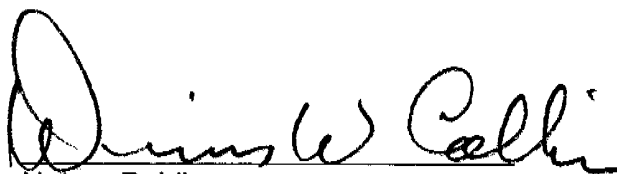
City of Washington]

]

District of Columbia]

On this 26th day of February, 2009, before me, a Notary Public in and for said District of Columbia, personally appeared to me, well known and known to me to be George Szwarcman, Chief, Real property Services, who has an office at 811 Vermont Avenue, NW, Washington, DC 20420, whose name is subscribed to the within instrument, and acknowledged that he executed the same as a voluntary act and deed of the United States of America, within the scope of his lawful authority.

[SEAL]


Notary Public
District of Columbia

My commission expires:

DENNIS W. CALKIN
NOTARY PUBLIC DISTRICT OF COLUMBIA
MY COMMISSION EXPIRES: FEB 28, 2011

CERTIFICATION OF ACCEPTANCE

I, Brent Warr certify that I am the Mayor of the City of Gulfport, Mississippi, named as the GRANTEE herein, and that, after having first been duly authorized by the Governing Authority for the City of Gulfport, Mississippi, I have hereby accepted this conveyance of the property described and shown in Exhibit "A" attached hereto with the conditions as expressly stated herein for and on behalf of the City of Gulfport, Mississippi.

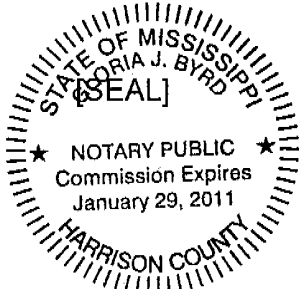
CITY OF GULFPORT, MISSISSIPPI

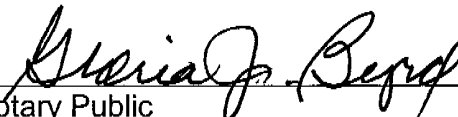
BY: 

Brent Warr
Mayor

City of Gulfport]
County of Harrison
First Judicial District]
State of Mississippi]

Personally appeared before me, the undersigned authority in and for the said County and State, on this 18th day of February, 2009, within my jurisdiction, the within named Brent Warr, known to me to be the duly elected and acting Mayor of the City of Gulfport, Mississippi, whose office is at 2309 15th Street, Gulfport, Mississippi 39501, who acknowledged that he executed the above and foregoing instrument in such capacity and within the scope of his lawful authority for and on behalf of the City of Gulfport, Mississippi and after first having been duly authorized to do so.




Notary Public
State of Mississippi

My commission expires:

1-29-11

GRANTOR ADDRESS:

Department of Veterans Affairs
810 Vermont Avenue, NW
Washington, DC 20420
202-461-4951

GRANTEE ADDRESS:

City of Gulfport
City Hall
2309 15th Street
Gulfport, Mississippi 39501
228-868-5811

INDEXING INSTRUCTIONS:

EAST HALF OF IRREGULAR SECTION 2 & WEST HALF OF IRREGULAR
SECTION 1, TOWNSHIP 8 SOUTH, RANGE 11 WEST, CITY OF GULFPORT, 1ST
JUDICIAL DISTRICT, HARRISON COUNTY, MISSISSIPPI

DEED PREPARED BY:

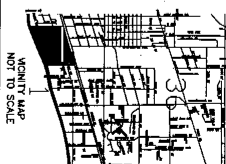
Office of General Counsel
Department of Veterans Affairs
810 Vermont Avenue
Washington, DC, 20420

1-202-461-4951
RETURN COPIES OF DEED TO:

Office of General Counsel
Department of Veterans Affairs
810 Vermont Avenue
Washington, DC 20420

City Attorney's Office
City of Gulfport
Post Office Box 1780
Gulfport, Mississippi 39502

<p>NBS SURVEYING, LLC 516 PEACH STREET OCEAN SPRINGS, MS PHONE (228)818-4763 NGSSURVEYINGLLC@GULFSOUTH.NET</p>		<p>JOB NAME: CITY OF GULFPORT LOCATION: BEACH BOULEVARD CITY OF GULFPORT, MS</p>		<p>DRAWN BY: NBS CHECKED BY: NBS SCALE: 1" = 100' DATE: 3/12/2009 FW: 2/27/2009 JOB NUMBER: 09-008 SHEET: 1 OF 1</p>		<p>BOUNDARY SURVEY OF VETERANS HOSPITAL PROPERTY SECTION 1, T-8-S, R-11-W SECTION 2, T-8-S, R-11-W HARRISON COUNTY, FIRST JUDICIAL DISTRICT, MISSISSIPPI</p>	
<p>2/17/2008 DATE</p>		<p>2/17/2008 DATE</p>		<p>2/17/2008 DATE</p>		<p>2/17/2008 DATE</p>	



EXHIBIT

"B"